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STATE OF CALIFORNIA
STATE WATER RESOURCES CONTROL BOARD

SOCO WEST, INC., Petitioner, In the matter of All Tex/Former Western Chemical Property: SLIC Case No. 0909, SLIC ID No. 204CCA00.	**PETITION FOR STATE BOARD REVIEW OF REGIONAL BOARD ACTION AND REQUEST FOR HEARING** [Cal. Water Code §§ 133201; 23 Cal. Code of Regs., § 2050 *et seq.*]

Soco West, Inc. ("Soco West" or "Petitioner") hereby submits this Petition for Review and Request for Hearing by the State Water Resources Control Board ("State Board") of the September 3, 2008 Order to Submit Technical Documents, to Complete Off-Site Subsurface Investigation, to Complete Off-Site Indoor Air Surveys and to Cleanup and Abate On-Site Subsurface Contamination (the "9/3 Order") issued by the Executive Officer of the California Regional Water Quality Control Board, Los Angles Region ("Regional Board").[1] This Petition is filed pursuant to Water Code section 13320 and California Code of Regulations sections 2050 *et. seq.* The 9/3 Order relates to property located at 14650 East Firestone Boulevard, La Mirada, California ("the Site" or "the La Mirada Site").

Petitioner requests the State Board hold this Petition in abeyance pursuant to 23 California Code of Regulations 2050.5. In the interest of attempting to resolve this matter locally, Petitioner is simultaneously appealing the 9/3 Order to the full Regional Board for reconsideration.

[1] A copy of the 9/3 Order is attached hereto as Exhibit A.

1. Name and Address of the Petitioner.

The Petitioner is Soco West, Inc., which acts as a successor to Western Chemical Company ("Western"). Western was a tenant at the Site between approximately 1972 and 1979. Petitioner's address is 100 First Stamford Place, Mail Box 314, Stamford Connecticut 06902, Attention: Raj Mehta, General Counsel.

Please copy Petitioner's counsel on all correspondence: Smith & Rendon, LLP, 2222 Martin, Suite 255, Irvine, California 92612, Attention: Diane R. Smith, Partner, drsmith@smithrendon.com.

2. The Regional Board's Action for Which This Review is Sought.

The Regional Board action for which this Petition is filed is the issuance of a document dated September 3, 2008 and titled "California Water Code Section 13267 Order – To Submit Technical Documents, To Complete Off-Site Indoor Air Surveys And California Water Code Section 13304 Order To Clean Up And Abate On-Site Subsurface Volatile Organic Compound Contamination, All-Tex Inks Corporation, 14650 East Firestone Boulevard, La Mirada, California (SCP Case No. 0909; SCP ID No. 204CA00)." (*See* Exhibit A).

The issues raised in this Petition were presented to the Regional Board before its issuance of the 9/3 Order, with the exception of some recently obtained deposition testimony and documentary evidence. This new testimony and evidence is being provided to the Regional Board simultaneously with this Petition.

Petitioner submitted a prior appeal on July 9, 2008. The July 9, 2008 appeal concerned a June 6, 2008 Cleanup and Abatement Order with similar language and requirements to the 9/3 Order. On September 3, 2008, the Regional Board rescinded the June 6, 2008 Order in order to "revise language related to the State Water Resources Control Board's petition review process."[2] The 9/3 Order therefore replaced the June 6, 2008 Order.

3. The Date the Regional Board Acted.

The Regional Board's action subject to review is dated September 3, 2008 and was served on Petitioner on September 4, 2008 by the Executive Officer. (*See* Exhibit A).

4. Statement of the Reasons for Which the Regional Board's Action is Improper.

The issuance of the 9/3 Order was inappropriate, improper, not supported by substantial evidence and an abuse of discretion for the following reasons:

[2] A true and correct copy of the Regional Board's September 3, 2008 letter rescinding the June 6, 2008 Order is attached hereto as Exhibit B.

A. The Order Includes Findings of Fact Unsupported by the Record.

The 9/3 Order includes findings of fact that are not supported by the substantial evidence on the record. Specifically, the 9/3 Order implies that Western is the sole possible source of contamination at the Site. In fact, there is no evidence that Western Chemical released the materials found in the subsurface at the Site. The only evidence relied upon by the Regional Board with respect to releases during Western Chemical's tenancy is a 1973 inspection report. (Exhibit A.) This report makes no mention of the release of the materials presently found in the subsurface, *i.e.,* chlorinated solvents.[3] Rather, the 1973 report discusses wastewater. *Id.* The material in the subsurface of the Site is clearly not wastewater. (*See* Exhibit A.) Thus, the 1973 report does not indicate that Western Chemical bears any responsibility for the presence of chlorinated solvents in the Site's subsurface.

There is substantial evidence that another chemical company, Tect, Inc., caused the contamination. Tect operated a chemical solvent reclaiming and manufacturing operation at the Site for approximately nine years prior to Western's occupancy. (Exhibit A[4]). Tect's recent environmental history includes a suit by the State of New Jersey against both Tect and its president, Mr. James ("Jay") Warren Patrick, in connection with the removal of hundreds of buried drums of solvents found at an abandoned facility in New Jersey formerly occupied by Tect ("the New Jersey site"). (Exhibit D, ¶¶ 4-5, 8-11, 19-31.) Tect operated at both the La Mirada and New Jersey sites simultaneously. (Exhibit D, ¶¶ 45-53.) The New Jersey site contained concentrations of DCE in excess of 91,000 ppb, TCE concentrations of approximately 11,000 ppb, and high concentrations of PCE and TCA. (Exhibit D, ¶¶ 22, 30 and 46-47[5]). These are the same compounds of similar concentrations present in the subsurface of the La Mirada Site. (Exhibit A.)

According to the State of New Jersey, Mr. Patrick personally oversaw operations at both facilities, shipped materials back and forth between them and instructed his personnel to bury the drums at the New Jersey site. (Exhibit D, ¶¶ 65-68.) Mr. Patrick testified that he oversaw similar business at the La Mirada Site, which involved "the distribution and reclamation of chlorinated solvents."[6] Tect's California and New Jersey business shared common operations, a common president and a common dissolution timeframe. (*See* Exhibits D-H).

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[3] A true and correct copy of the 1973 inspection report is attached hereto as Exhibit C.

[4] *See* also Complaint in *New Jersey Department of Environmental Protection v. Tect, Inc. et al.,* New Jersey Superior Court Law Division – Bergen County Docket No. BerL-3382-02, attached hereto as Exhibit D, at Paragraphs 4, 10, 46-49, and 67; Copies of relevant pages of La Mirada phone book from years 1963-1966 and 1967-1971, attached hereto as Exhibit E; Order Approving the New Jersey Department of Environmental Protection's Settlement From Consent Judgment in The Estate of James W. Patrick Deceased, Orange County Superior Court Case No. A-22125 attached hereto as Exhibit F.)

[5] *See* also articles from the Bergen Record dated June 22, 2000; August 11, 2000; and October 4, 2000, attached hereto collectively as Exhibit G

[6] *See* Testimony of Jay Patrick in connection with Tect's bankruptcy proceedings in the Central District of California. The relevant pages of this testimony are attached hereto as Exhibit H.

Tect filed for bankruptcy in 1972.[7] When Western first leased the Site, it purchased equipment out of the Tect bankruptcy.[8] Notes regarding Western's assessment of the assets indicate that several of Tect's storage tanks at the La Mirada Site were badly corroded and not appropriate for storage of chemicals. *Id.*

Given the substances used by Tect and found in the subsurface of both the La Mirada and New Jersey sites, Tect's known practice of burying solvents and the condition of Tect's storage tank's at the La Mirada Site, it appears that Tect likely caused contamination at the La Mirada Site. However, none of this important history is included in the 9/3 Order's findings of fact. The information regarding Tect and Mr. Patrick is clearly relevant to the history and present condition of the Site. It should therefore be included in the Regional Board's orders, as well as any correspondence, summaries, notices, actions, general reviews, or other documentation regarding the Site.

B. The Order Improperly Seeks to Impose Upon a Single Entity Cleanup and Abatement Obligations for the Actions or Omissions of Others.

The 9/3 Order is arbitrary and capricious in that it seeks to impose upon a single entity cleanup and abatement obligations for the actions and omissions of multiple parties. The State Board has repeatedly held that Regional Boards are obligated to name all responsible parties as respondents. *In re Exxon Co.*, USA, Order No. WQ 85-7, 2002 WL 198520026 (Aug 22, 1985) ("Generally speaking it is appropriate and responsible for a Regional Board to name all parties for which there is reasonable evidence of responsibility, even in cases of disputed responsibility."); *In re US. Cellulose,* Order No. WQ 92-04, 1992 WL 88723 (March 19, 1992) ("Cleanup liability is broad and may extend, depending on the facts of the case to old landowners, present landowners, old tenants, and present tenants. In cases involving several potentially responsible parties, it is appropriate to name in cleanup orders all parties for which there is reasonable evidence of responsibility.") The trigger to liability is ownership or operation of a facility at the time of a disposal, not culpability or responsibility for the contamination. *See United States v. Monsanto*, 858 F.2d 160, 167 (4th Cir.1988).

The State Board has repeatedly held that a single party should not be required to bear the sole expense of cleanup for contamination caused by multiple parties. *See* for example, *In re Mehdi Mohammadian*, Order No. WQO 2002-0021, 2002 WL 31694368 (November 19, 2002) ("a balancing of the equities dictates that, whenever possible, a responsible party should not be left to clean up constituents attributable to a different release for which that party is not responsible. The burden of producing evidence to support removal as a responsible party rests with the discharger.") The reasons for naming all potential responsible party rest in well established state and federal public policy, as explained by the State Board in *In re Stinnes-Western Chemical Corp.*, Order No. WQ 86-16, WL 25523 (September 18, 1986),

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[7] *See* Application for Order Authorizing Ancillary Proceedings to Examine Designated Persons Under 21a at ¶ 3, which is attached hereto as Exhibit I.

[8] *See* August 16, 1972 correspondence from Mr. Fred W. Cluff at Western Chemical to Mr. George J. Minish discussing the purchase of Tect assets provided on attached "Tect, Inc. Equipment List" and Order Approving Acceptance of Offer from In re Tect, Inc., United States District Court for the District of New Jersey Bankruptcy Case No. B-120-72, attached hereto as Exhibit J.

> [F]ewer parties named in an order may well mean no one is able to clean up a demonstrated water quality problem. To the extent possible, we believe that multiple parties should properly be named in cases of disputed responsibility. This is consistent with the federal approach as articulated in the Comprehensive Environmental Response Compensation and Liability Act. CERCLA provides that present owners and operators and owners and operators at the time of disposal of hazardous substances are responsible parties for purposes of allocating costs in a cleanup. (Internal citations omitted.)

Here, the Regional Board has named Soco West as the only responsible party. However, there is substantial evidence that other individuals and businesses are responsible for the contamination at the Site, including the current and previous owners of the Site as well as Tect and its associated officers and entities. The Regional Board's decision to name only Soco West as a responsible party is therefore contrary to the substantial evidence as well as long standing federal and state public policy.

i. The Current Owners

The current owners of the Site, Montri and Chiravan Keyuranggul (known and referred to herein and by the Regional Board as "Bob Key," "Cherie Key" and/or "the Keys") are clearly responsible parties, as they knew the Site was contaminated when they purchased it and did nothing to prevent the contamination from migrating through their property.

The Keys, along with their daughter, are the sole owners and operators of All-Tex, Inc., a silk screen inks and supply company at the Site. (Exhibit A[9]). The Keys purchased the Site in 1998. (Bob Key Depo., Exh. 1). Prior to purchasing the Site, the Keys initiated a Phase I environmental investigation, which indicated that the Site was contaminated. (Bob Key Depo 19:12-20:11 and Exh. 2 thereto.) Accordingly, the Keys negotiated a significant reduction in the price of the Site and more favorable payment terms. (Bob Key Depo., Exh.4). In exchange for the reduction in price and change in payment terms, the Keys agreed to indemnify and hold harmless the seller, David Faithe, against all claims related to the contamination. *Id.* It is thus clear that the Keys knew about the contamination and their potential liability therefore. Nevertheless, the Keys chose to purchase the Site without making any attempt to investigate, abate or prevent migration of the contamination. (Bob Key Depo. 19:12-20:11; 51:10-21; 71:21-25).

Property owners who allow passive migration of hazardous substances are liable as potentially responsible parties. *Carson Harbor Village Ltd. V. Unocal Corporation*, 227 F.3d 1196, 1210 (9th Cir. 2000). The Keys and All-Tex have allowed contamination to migrate through the Site since 1998. Furthermore, Bob Key admitted to storing drums of chemicals at the Site, including methylene chloride, which was detected in the subsurface. (Bob Key Depo.

[9] *See* also deposition of Bob Key at 12:5-13:19. True and a correct copies of the relevant pages of Mr. Key's deposition transcripts and exhibits are attached hereto as Exhibit K and referred to herein as "Bob Key Depo Page:Line."

47:20-48:16 and Exhibit 10 thereto; *See* also Exhibit A) Accordingly, the Keys and All-Tex should be named as responsible parties for contamination at the Site.

ii. The Prior Owners

David Faithe owned the Site during Western's tenancy in the 1970s and sold the Site to the Keys in 1998. (Bob Key Depo., Exh. 1[10]). The Regional Board contends that the Site was contaminated during Western's tenancy - while Mr. Faithe owned the Site. (*See* Exhibits A and L). Thus, under *Carson Harbor,* Faithe is liable for any migration of contamination through the Site during his 25 year period of ownership. *Carson Harbor Village Ltd.*, 227 F.3d at 1210.

As is explained above, Mr. Faithe was aware of the contamination and his potential liability therefore, as he obtained an indemnity agreement from the Keys regarding liability for the contamination. (Bob Key Depo., Exh.4). Like the Keys, Mr. Faithe knew that the site was contaminated and chose to do nothing about it. Instead, he left the property in its contaminated condition and tried to place his responsibility for the contamination upon the Keys. *Id.* Mr. Faithe's indemnification agreement in no way prevents the Regional Board from naming him as a responsible party. *Id.* Rather, the agreement confirms that Mr. Faithe was aware of, did nothing about and is responsible for the contamination at and around the Site. Accordingly, Mr. Faithe should be named as a responsible party. *Carson Harbor Village Ltd.*, 227 F.3d at 1210; *In re US. Cellulose*, 1992 WL 88723; *Monsanto*, 858 F.2d at167.

iii. Prior Operators

As is explained above, Tect operated a chemical solvent reclaiming and manufacturing operation at the Site in the 1960s and operated a similar business in New Jersey. (Exhibit D, ¶¶ 4, 10, 46-49, and 67; Exhibit E). Both Tect and its president, Mr. Patrick, were cited by the New Jersey Department of Environmental Protection ("NJDEP") for burying hundreds of drums of solvents at the New Jersey site. (Exhibit D, ¶¶ 4-5, 8-11, 19-31.)

Mr. Patrick admitted that he buried the drums on-site in New Jersey, and was not aware of any other way to dispose of solvents at that time. (Exhibit G) "Mr. Patrick was quoted as saying, "I can't say I'm proud that we buried those things, but there was nothing else we could do...We couldn't burn it because that would kill people and we couldn't bury it up in the mountains. There was no alternative." *Id.* It is thus likely that Mr. Patrick used similar improper disposal methods in California.

Indeed, the State Board has upheld the naming of responsible parties on the basis that "chemical handling practices standard to the industry [in the 1960s were] insufficient to protect the environment from chemical pollution...[and] did unknowingly allow adverse environmental impacts to occur." *In re Stinnes-Western Chemical Corp.*, Order No. WQ 86-16, WL 25523 (September 18, 1986). Thus, both Tect and Mr. Patrick should be named as responsible parties.

iv. Successors to Prior Operators

[10] *See* lease between Western and David Faithe, a true and correct copy of which is attached hereto as Exhibit L.

Shortly after dissolving Tect, Mr. Patrick founded a new company in California, Alacer Corporation ("Alacer"). (Exhibit D, ¶¶ 6, 75-76). Alacer is alleged by the NJDEP to be the alter ego of Tect, Inc. (Exhibit D, ¶¶ 74-80.) Assets held by the bankrupt Tect were transferred to Alacer. *Id.*

Mr. Patrick died in 2003.[11] Pursuant to the JDEP's settlement of claims regarding the New Jersey site, both Alacer and Mr. Patrick's estate are responsible for the $2M settlement amount. (Exhibit F). The estate holds substantial stock in Alacer. *Id.* Indeed, Alacer representatives have conceded liability for Mr. Patrick's actions. Dr. Richard Dana, President of Alacer's non-profit, Committee for World Health, stated in a letter to the New Jersey attorney General, "Patrick died a very wealthy man...he made chemical products and buried toxic waste in New Jersey for many years."[12] Dr. Dana went on to say, "I believe that the estate of Jay Patrick should take on the responsibility to help restore the damaged environment. It will cost the people of New Jersey and the United States of American many millions of dollars to clean up the chemicals he buried. I will help you in any way that I can." *Id.* The State of New Jersey has intervened in Mr. Patrick's estate which remains open in California. (Exhibits N and F). Accordingly, both Alacer and Mr. Patrick's estate should be named as responsible parties so that they may contribute Mr. Patrick's and Tect's fair share to the investigation and remediation efforts at the Site.

5. The Petitioner is Aggrieved.

Petitioner is aggrieved for the reasons set forth in Section 5 as well as the following:

Petitioner has been performing investigation and remediation at the Site for nearly eight years and has performed additional work not required by the Regional Board in the interest of protecting human health and the environment, and in the spirit of cooperation and responsibility.

To date, none of the above parties have contributed anything to the investigation or remediation of the Site. Thus, Petitioner has been forced to comply with the Regional Board's directions at its sole expense, while other responsible parties have avoided all accountability. These unnamed responsible parties are therefore being unjustly enriched at Petitioner's expense. For example, the Keys stand to have their property improved through removal of hazardous substances that they knew about at the time they purchased the Site.

The failure of the Regional Board to name all responsible parties imposes further hardship on Petitioner, because Petitioner will be forced to bear both the cost of the remediation and the cost of litigation to recover funds expended on remediation. The 9/3 Order may also adversely affect Petitioner's ability to utilize alternative dispute resolution procedures or other expedited programs. Further, the 9/3 Order implies that Petitioner has not cooperated with the Board, thereby prejudicing Petitioner's rights in future litigation or regulatory proceedings.

6. Requested Action by State Board.

[11] *See* NJDEP's Third Amended Complaint against Tect et. al.,at ¶ 6, which is attached hereto as Exhibit M.
[12] *See* letters from Richard Dana to the New Jersey Attorney General's Office, dated April 7, 2004 and December 12, 2004 are attached hereto as Exhibit N.

Petitioner respectfully requests that the State Board provide an evidentiary hearing on the 9/3 Order pursuant to Water Code section 13320, 23 California Code of Regulations section 648 et seq. and Government Code section 11400 *et seq*. A hearing is necessary to present more fully testimony and evidence regarding the responsibility of the Keys, Jay Patrick's estate, Tect Inc., Alacer and David Faithe for the contamination at the Site and the cleanup thereof. This evidence can only be adequately presented through live testimony, as the credibility of the witnesses is of primary importance.

Petitioner further requests that the State Board amend or rescind the 9/3 Order or require the Regional Board to act in accordance with this Petition and applicable law.

Petitioner requests the State Board to hold in abeyance this Petition for hearing and review pending further discussions between Petitioner and the Regional Board. Petitioner will notify the State Board if it intends to activate this appeal. Petitioner understands it will be given the opportunity to amend this Petition and submit detailed points and authorities in the event this Petition is converted to active status.

7. Statement of Points and Authorities

Petitioner will provide a detailed statement of facts and a statement of points and authorities in the event that it activates this Petition.

8. List of Interested Persons.

A list of persons other than Petitioner known by the Regional Board to have an interest in the subject matter of this Petition can be found on page 12 of the 9/3 Order (Exhibit A).

9. Statement of Transmittal of Petition to the Regional Board.

A copy of this Petition has been delivered to the Executive Officer of the Regional Board for the Los Angeles Region.[13]

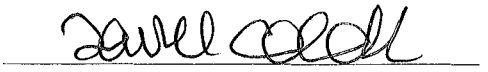
10. Request to Regional Board for Preparation of the Administrative Record.

By copy of this Petition to the Executive Office of the Regional Board, Petitioner hereby requests the preparation of the administrative record herein. Petitioner reserves the right to request a hearing for the purpose of presenting additional evidence not previously presented to

[13] A copy of the transmittal letter to the Regional Board is attached hereto as Exhibit O.

the Regional Board, in accordance with 23 California Code of Regulations section 2050.6(b).

Respectfully submitted this October 2, 2008,



Laurel E. Adcock
SMITH & RENDON, LLP
Attorneys for Petitioner

Exhibit A

California Regional Water Quality Control Board
Los Angeles Region

320 W. 4th Street, Suite 200, Los Angeles, California 90013
Phone (213) 576-6600 FAX (213) 576-6640 - Internet Address: http://www.waterboards.ca.gov/losangeles

September 3, 2008

Mr. Raj Mehta
Soco West, Inc.
c/o Smith & Rendon, LLP
2222 Martin Street, Suite 255
Irvine, California 92612

CERTIFIED MAIL
RETURN RECEIPT REQUESTED
7005 1820 0001 2683 6597

CALIFORNIA WATER CODE SECTION 13267 ORDER – TO SUBMIT TECHNICAL DOCUMENTS, TO COMPLETE OFF-SITE SUBSURFACE INVESTIGATION, AND TO COMPLETE OFF-SITE INDOOR AIR SURVEYS AND CALIFORNIA WATER CODE SECTION 13304 ORDER TO CLEANUP AND ABATE ON-SITE SUBSURFACE VOLATILE ORGANIC COMPOUND CONTAMINATION, ALL-TEX INKS CORPORATION, 14650 EAST FIRESTONE BOULEVARD, LA MIRADA, CALIFORNIA (SCP CASE NO. 0909; SCP ID NO. 204CA00)

The California Regional Water Quality Control Board (Regional Board), Los Angeles Region, is the public agency with primary responsibility for the protection of groundwater and surface water quality for all beneficial uses within major portions of Los Angeles and Ventura Counties, including the referenced site. This letter outlines our formal response to recent developments and meetings held with Regional Board staff and your representatives at Smith & Rendon, LLP and JPR Technical Services, Inc.

BACKGROUND

The subject site is currently owned and occupied by All-Tex Inks Corporation, a silk screen inks and supply company. The existing building at 14650 East Firestone Boulevard, La Mirada, California (Site) was constructed in 1962. From the 1960s to the early 1970s, Tect, Inc. operated a chemical solvent reclaiming and manufacturing operation. From approximately 1972 to 1981, Western Chemical and Manufacturing Company (Western Chemical) reclaimed chlorinated solvents at the Site, which included at least the following solvents: methylene chloride, perchloroethylene (PCE), trichloroethylene (TCE), and 1,1,1-trichloroethane (1,1,1-TCA). Western Chemical's operations occurred primarily in the southernmost bay of the facility. Additional tenants have included a diaper service and a light machine shop.

Past Releases

According to a November 8, 1973, "Notice of Violation and Order to Comply" letter issued by the County of Los Angeles, Department of County Engineer (DCE) to Western Chemical, a waste water discharge was observed in a pond located between the south end of an on-site building and a railroad track located south of the Site. This discharge was determined to be an unauthorized release of waste materials. Subsequently, Western Chemical (the on-site tenant at that time) was directed by DCE to "clean the ponded waste water" that was discharged by Western Chemical and Manufacturing Company and to "cease and desist from any further discharges until an industrial waste permit had been issued." Subsequently, Western Chemical was sold; their successor is Soco West, Inc.

Site Assessment and Delineation

Soil Matrix Data

Since the 1973 release, several rounds of environmental investigation have occurred at and around the associated site. According to *Membrane Interface Probe and Additional Soil and Groundwater Investigation Report, Former Western Chemical Facility* (dated February 16, 2007, written by JPR Technical Services, Inc.) and *Interim Report, Off-Site Soil and Groundwater Investigation, Former Western Chemical Facility* (dated June 1, 2008, written by JPR Technical Services, Inc.), the following 46 contaminants were detected in soil at the following maximum concentrations:

Contaminant	Maximum Concentration Detected (µg/kg)[1]	USEPA Soil Screening Levels (SSLs)[2] (µg/kg)
Acetone	**8,300**	**800**
Benzene	170	2
Bromochloromethane	460	---
Bromomethane	750	---
2-Butanone	2,600	---
n-Butylbenzene	1.6	---
sec-Butylbenzene	1.0	---
Carbon Disulfide	620	2,000
Carbon Tetrachloride	**7.9**	**3**
Chlorobenzene	3.5	70
Chloroethane	2.1	---
Chloroform	**140**	**30**
4-Chlorotoluene	0.19	---
1,2-Dichlorobenzene	110	900
1,3-Dichlorobenzene	0.69	---
1,4-Dichlorobenzene	**170**	**100**
1,1-Dichloroethane (1,1-DCA)	**38,000**	**1,000**
1,2-Dichloroethane (1,2-DCA)	**160**	**1**
1,1-Dichloroethene (1,1-DCE)	**38,000**	**3**
***cis* 1,2-Dichloroethene (*cis* 1,2-DCE)**	**10,000**	**20**
1,2-Dichloropropane	0.46	1
1,4-Dioxane	57,000	---
Ethylbenzene	**1,100**	**700**
Isopropylbenzene	350	---
Methyl t-Butyl Ether (MTBE)	15	---
Methylene Chloride	**42,000**	**1**
4-Methyl-2-Pentanone	2.2	---
Naphthalene	0.51	4
n-Propylbenzene	0.47	---
Styrene	0.28	200
1,1,1,2-Tetrachloroethane	25	---

Contaminant	Maximum Concentration Detected (µg/kg)[1]	USEPA Soil Screening Levels (SSLs)[2] (µg/kg)
Tetrachloroethene (PCE)	**2,400,000**	**3**
Tetrahydrofuran (THF)	742	---
Toluene	**2,200**	**600**
1,1,1-Trichloroethane (1,1,1-TCA)	**630,000**	**100**
1,1,2-Trichloroethane (1,1,2-TCA)	**100**	**0.9**
1,1,2-Trichloro-1,2,2-Trifluoroethane (Freon 113)	12,000	---
trans 1,2-Dichloroethene (*trans* 1,2 –DCE)	5.4	30
Trichloroethene (TCE)	**630,000**	**3**
Trichlorofluoromethane (TCFM)	3.7	---
1,2,3-Trichloropropane	2	---
1,2,4-Trimethylbenzene	410	---
1,3,5-Trimethylbenzene	0.46	---
Vinyl Chloride	**210**	**0.7**
o-Xylene	1,300	9,000
p/m –Xylene	2,700	10,000

[1] µg/kg – micrograms per kilogram
[2] SSLs use a dilution attenuation factor (DAF) of one.
Detected values that exceed United States Environmental Protection Agency (USEPA) SSLs are in bold.

Groundwater Data

Groundwater monitoring and sampling at the Site began in April 2001 using three currently-installed groundwater monitoring wells. Based upon a review of *Quarterly Monitoring Report, Second Quarter 2008* (dated July 15, 2008, written by JPR Technical Services, Inc.) and *Interim Report, Off-Site Soil and Groundwater Investigation, Former Western Chemical Facility* (dated June 1, 2008, written by JPR Technical Services, Inc.), the following 27 contaminants have been detected in groundwater samples at the indicated maximum concentrations since 2001:

Contaminant	Maximum Concentration Detected (µg/L)	Maximum Contaminant Level (MCL) (µg/L)
Acetone	14,000	---
Benzene	**1,700**	**1**
2-Butanone	19,000	---
Carbon Tetrachloride	**70**	**0.5**
Chloroform	4,100	---
1,1-DCA	**11,000**	**5**
1,2-DCA	**4,200**	**0.5**
1,1-DCE	**89,000**	**6**
***cis* 1,2-DCE**	**32,000**	**6**
***trans* 1,2 –DCE**	**88**	**10**

Contaminant	Maximum Concentration Detected (µg/L)	Maximum Contaminant Level (MCL) (µg/L)
1,4-Dioxane	730,000	---
Ethylbenzene	11 (75J)	300
Freon 113	**7,100**	**1,200**
Isopropylbenzene	15	---
Methylene Chloride	**370,000**	**5**
Methyl tert butyl ether (MTBE)	2.8	13 (primary MCL) 5 (secondary MCL)
PCE	**820,000**	**5**
1,1,1-TCA	**550,000**	**200**
1,1,2-TCA	**2,900**	**5**
TCE	**580,000**	**5**
TCFM	**2,100**	**150**
THF	9,300	---
Toluene	**1,100 (1,800J)**	**150**
1,2,3-Trichloropropane	6	---
Vinyl Chloride	**28,000**	**0.5**
o-Xylene	68	1,750 (total xylenes)
p/m–Xylene	240	

[1] – micrograms per liter (µg/L)
[2] – State maximum contaminant level (MCL)
J - Estimated value above the method detection limit, but below the reporting limit.
--- No MCL value exists
Detected values that exceed MCLs are in bold.

The *Membrane Interface Probe and Additional Soil and Groundwater Investigation Report, Former Western Chemical Facility* report concluded that the highest concentrations of contaminants are in the southern one-third of the property at depths of approximately 7, 10 to 14, and 19 feet below the ground surface. It further states that there is a general decline in concentrations from 19 to 25 feet bgs and that a continuous basal clay exists at 23 to 25 feet bgs.

Indoor Vapor Intrusion

An indoor air quality (IAQ) survey was performed at the Site in February 2007 which was documented in *Indoor Air Survey, Onsite Building, Former Western Chemical Facility*, dated April 2007, which was prepared by Dr. C.E. Schmidt and Ms. Teri L. Copeland. This work proceeded after verbal approvals from Regional Board staff were granted to implement the work described in *Workplan for Onsite Indoor Air Survey, Onsite Building, Former Western Chemical Facility*, dated February 2007, prepared by Dr. C.E. Schmidt, Ph.D. and Teri L.Copeland, D.A.B.T. Results from the IAQ report indicated the following maximum concentrations of 21 volatile organic compounds (VOCs) were detected in at least one sample in indoor air above their respective reporting limits:

Contaminant	Maximum Concentration Detected ($\mu g/m^3$)	Commercial/ Industrial Land Use CHHSL[1] ($\mu g/m^3$)	PRG Ambient Air ($\mu g/m^3$)
Acetone	145.67	---	3,300
Benzene	**11.84**	**0.141**	**0.25**
2-Butanone	**4.86**	---	---
Chloromethane	2.95	---	95
1,2-DCE	0.44J	---	210
Dichloromethane	**377.26**	---	**4.1**
1,4-Dioxane	**0.76 (0.88J)**	---	**0.61**
Ethylbenzene	10.97	---	1,100
4-Ethyltoluene	11.41	---	---
Hexane	14.53	---	---
1,1,2,2-Tetrachloroethane	**0.9J**	---	**0.033**
PCE	**34.93**	**0.693**	**0.32**
THF	**5.79**	---	**0.99**
Toluene	66.14	438	400
TCE	**35.31**	**2.04**	**0.017**
1,2,4-Trimethylbenzene	**16.93**	---	**6.2**
1,3,5-Trimethylbenzene	6.05	---	6.2
1,1,2-TCA	**2.65J**	---	**0.120**
Vinyl Chloride	**1.69J**	**0.0524**	**0.11**
m- & p-Xylene	35.84	1,020	110 (total xylenes)
o-Xylene	12.41		

[1] CHHSL = California Human Health Screening Levels
[2] PRG = Preliminary Remediation Goal published by USEPA Region 9
J Estimated value above the method detection limit, but below the reporting limit.
--- No value is available.
Detected values that exceed CHSSLs or PRGs are in bold.

Of the VOCs detected during the IAQ, three were contaminants detected within a shallow soil vapor extraction (SVE) system currently operated beneath the building slab to reduce indoor vapor intrusion of contaminants from the subsurface. The three contaminants were PCE, TCE, and dichloromethane. Of these, neither PCE nor TCE were used by activities conducted within the building on the date the IAQ was performed. As a result, the report concluded that "the detection of PCE and TCE, both of which were present in the subsurface at elevated concentrations, in indoor air at concentrations higher than outdoor air qualitatively supports the potential of a subsurface, vapor intrusion pathway at the site."

A slab isolation system (SIS) is currently being operated at the site. The SIS is a vapor extraction system that is connected to wells with shallow screen intervals within the vadose zone and directly beneath the Site's building foundation. The SIS is operated to reduce indoor vapor intrusion from the subsurface. Based upon results presented in the *Quarterly Monitoring Report, Second Quarter 2008, Former Western Chemical Facility*, dated July 15, 2008, prepared by JPR Technical Services, Inc., 27 contaminants were

reported in soil gas vapor samples collected at the influent of the SIS. These samples represent composite values of influent concentrations from multiple wells connected to the SIS. The table below presents the maximum concentrations of the 27 contaminants that were detected since the SIS began operating in 2005:

Contaminant	Maximum Concentration Detected (µg/L)	Maximum Concentration Detected (µg/m^3)	Commercial/ Industrial Land Use CHHSL (µg/m^3)
Acetone	32	32,000	---
Benzene	**2.6**	**2,600**	**122**
2-Butanone	1.1J	1,100J	---
Carbon Disulfide	19	19,000	---
Carbon Tetrachloride	**0.16**	**160**	**84.6**
Chloroform	4.5	4,500	---
1,1-Dichloroethane (1,1-DCA)	11	11,000	---
1,1-Dichloroethene (1,1-DCE)	400	400,000	---
1,2-Dichloroethane (1,2-DCA)	**8.8**	**8,800**	**167**
cis 1,2-Dichloroethene (*cis* 1,2-DCE)	1.5	1,500	44,400
trans 1,2-Dichloroethene (*trans* 1,2 – DCE)	0.08	80	88,700
1,4-Dioxane	7.6J	7,600J	---
4-Ethyl-toluene	0.06	60	---
Methyl t-Butyl Ether (MTBE)	10	10,000	13,400
Methylene Chloride	140	140,000	---
Tetrachloroethene (PCE)	**7,100**	**7,100,000**	**603**
Tetrahydrofuran (THF)	0.98	980	---
Toluene	10	10,000	378,000
1,1,1-TCA	1,200	1,200,000	2,790,000
1,1,2-TCA	6.6	6,600	---
TCE	**4,400**	**4,400,000**	**1,770**
TCFM	0.32	320	---
1,1,2-Trichloro-1,2,2-Trifluoroethane (Freon 113)	230	230,000	---
1,2,4-Trimethylbenzene	0.64J	640J	---
Vinyl Chloride	**2.2**	**2,200**	**44.8**
o-Xylene	0.51	510	879,000
p/m –Xylene	1.5J	1,500	887,000

J Estimated value above the method detection limit, but below the reporting limit.
--- No value is available.
Detected values that exceed CHSSLs are in bold.

Soil Vapor Remediation

Except for the operation of the SIS, soil vapor remediation efforts have not begun. The impact of the SIS is limited to the approximate footprint of the Site building within the shallow vadose zone beneath the Site.

RECENT DEVELOPMENTS

Site Investigations

Our staff met with your representatives from Smith & Rendon, LLP and JPR Technical Services, Inc. on April 23, 2008. During this meeting, Regional Board staff were given a presentation outlining off-site investigation work performed by JPR Technical Services, Inc. to delineate contamination emanating from the Site. This work was performed based upon verbal approval and comments provided by Regional Board staff to implement work described in *Work Plan; Off-Site Soil Gas Investigation, Vapor Intrusion Assessment, Former Western Chemical Facility*, dated April 2007, that was prepared by JPR Technical Services, Inc. In addition, our staff provided verbal directives to complete a self-directed investigation to determine the extent of contaminants in soil, soil gas, and groundwater.

We also met with JPR Technical Services, Inc. representatives for a technical work shop on May 1, 2008. The technical contents of these discussions are summarized in *Interim Report, Off-Site Soil and Groundwater Investigation, Former Western Chemical Facility* (dated June 1, 2008, written by JPR Technical Services, Inc.), the preparation of which was required by this Regional Board.

For soil and groundwater, the work performed has involved installing 40 soil borings from which both soil and groundwater samples were collected and analyzed. Maps presented to Regional Board staff suggest that VOCs extend at least 1,000 feet to the south of the site in groundwater, based upon samples collected from boring B41. For soil vapor, 36 soil vapor probes were installed around the building immediately north of the Site and around two buildings to the east of the site. JPR Technical Services reported that VOCs were detected in soil vapors collected from many of these offsite probes.

Pilot tests have been performed to evaluate the effectiveness of groundwater pumping, soil vapor extraction, and dual-phase extraction remediation methods. Groundwater pump testing indicated that a pump-and-treat capture zone of approximately 60 feet down-gradient and 250 feet cross-gradient may be achieved at pumping rates between 0.55 and 0.6 gallon per minute (gpm). A SVE pilot test indicated that an effective radius of influence of approximately 45 feet in soil may be achieved for SVE remediation in soil. A dual-phase extraction (DPE) pilot test indicated that DPE could more effectively remove VOCs and 1,4-Dioxane mass from both soil and groundwater than either groundwater pumping or SVE alone. The DPE testing resulted in a higher sustainable extraction rate averaging 2.1 gpm, resulting in lowered water levels allowing for simultaneous extraction of VOCs from the dewatered soil. JPR Technical Services, Inc. concluded that a single DPE well could generate a capture zone of approximately 75 to 80 feet down-gradient and 560 feet cross-gradient from the extraction well.

Concern was expressed by JPR Technical Services, Inc. over the effectiveness of traditional VOC remediation methods not having a significant impact upon the destruction of 1,4-Dioxane and other VOCs.

Their June 1, 2008, report describes the use of the HiPOx™ (ozone and hydrogen peroxide combination) chemical oxidation method during a pilot test as being 99.99 percent effective in the destruction of 1,4-Dioxane. However, JPR Technical Services, Inc. indicated that additional treatment may be required following HiPOx™ treatment to further reduce 1,4-Dioxane and potentially other VOC concentrations to below discharge limits.

From June 3 to June 5, 2008, JPR Technical Services, Inc. installed additional soil vapor probes at the adjacent Abbey Company property to the east of the Site. Regional Board staff inspected the soil gas probe installation work being performed on June 4, 2008. In addition, resampling of existing probes was planned at the Abbey Company property and at the Jack Cline property located at 14634 Firestone Boulevard in La Mirada. *Interim Report Off-Site Soil Gas Investigation Vapor Intrusion Assessment* dated July 15, 2008, prepared by JPR Technical Services, Inc. was submitted to document these activities. This report is currently undergoing review by this Regional Board.

Site Inspection

Our staff met with your representatives from JPR Technical Services, Inc. for a site inspection on April 25, 2008. During the site inspection, we observed that five blowers were installed within the Site building. Each of the blowers was configured so that they would transfer air from inside the building via hose ducting through a door to the exterior of the building. Several fans, vents, and blowers were installed into the roof of the building to increase ventilation and to reduce the concentrations of VOCs within the indoor work area. At the time of the inspection, one blower was observed to be operating with a torn air line, greatly reducing its effectiveness, and one blower was not operating. No sampling of indoor air spaces has been performed since the installation of the fans and blowers to evaluate their effectiveness.

FINDINGS

The extent of soil vapor, soil matrix, and groundwater contamination has not been fully defined off-site, based upon the investigative reports provided to the Regional Board and upon recent communications with your representatives. Below are some key findings:

1. Soil, soil gas, and groundwater are all impacted with VOCs in concentrations that significantly exceed regulatory standards and guidelines. These chemicals could pose a threat to human health.

2. Groundwater is first encountered at a shallow depth ranging from approximately 7 to 8 feet bgs, as of May 1, 2008. Groundwater has been measured as shallow as approximately 2.5 feet bgs since 2001.

3. Coyote Creek is approximately 850 feet east of the site. Based upon currently available data and upon the proximity of the site to Coyote Creek, the potential exists that contaminants may be impacting Coyote Creek.

4. The Los Angeles County/Orange County Border is approximately 1,600 feet south of the site and 2,400 feet east of the site. Near the site, this border also coincides with jurisdictional boundaries between this Regional Board and the Regional Water Quality Control Board – Santa Ana Region (SARWQCB). Since VOCs appear to extend at least 1,000 feet south of the site, the potential exists that VOC contamination may cross over this jurisdictional boundary into Orange County, the City of Buena Park, and the jurisdiction of the SARWQCB.

Pursuant to Section 13267 of the California Water Code (CWC), you have been identified as a discharger by virtue of the historic use of the site by Western Chemical and Manufacturing Company, which resulted in the release of VOCs impacting the waters of the State, and your acquisition of this company in 1981. Therefore, you are hereby directed to complete the investigation of soil vapor, soil, and groundwater pollution and threatened pollution caused by the historic operations conducted at the Site. Please document your efforts in technical reports, which must be submitted to this Regional Board in accordance with the comments and requirements below:

1. Prepare and submit an interim site investigation report documenting all soil gas-related site investigation work related to the site (including off-site locations) that has been performed to date.

2. Prepare and submit an evaluation of the existing engineering controls used at the Site to mitigate VOC vapors in indoor breathing spaces. If the current system is inadequate for the protection of human health, propose revised engineering controls to achieve acceptable indoor vapor levels. This report shall include a work plan to perform semi-annual indoor air sampling at the All-Tex Inks Corporation facility at 14650 Firestone Boulevard, La Mirada, California, to monitor the effectiveness of the SIS in minimizing VOCs from entering indoor breathing spaces. The work plan shall propose sampling locations, sampling methods, and analytical methods to be performed. This document is due by **October 30, 2008**.

3. Prepare and submit a work plan to perform indoor air sampling to assess potential health hazards to existing and future tenants and occupants of nearby off-site buildings as a result of vapor intrusion from the underlying volatilization from polluted soil and groundwater. These buildings shall include:

    - Abbey Property Rentals, 14670 – 14770 Firestone Boulevard, La Mirada
    - AMB Triton Distribution Center (or current occupant), 14595 Industry Circle, La Mirada
    - Flexible Technologies (or current occupant), 14657 Industry Circle, La Mirada
    - MPIO Incorporated (or current occupant), 14701 Industry Circle, La Mirada

    One work plan may be submitted describing the work to be performed at all properties or a separate work plan for each property may be submitted for each property, at your discretion. Based upon the results of these indoor air surveys, additional properties may require indoor air sampling. You are required to include recommendations for additional indoor air sampling candidates along with the indoor air work plan(s).

4. Prepare and submit a work plan for the additional off-site assessment of soil, soil gas, and groundwater to fully delineate VOCs in these media.

5. Prepare and submit a work plan for the installation of additional groundwater monitoring wells to delineate and facilitate the long-term monitoring of VOCs in groundwater.

While these requirements are being made by this Regional Board, we acknowledge that Items 1, 3, and 5 have already been satisfied by prior submissions. Item 4 has been satisfied with regard to soil and groundwater.

Pursuant to Section 13304 of the CWC, you shall comply with cleanup and abate the condition of soil and groundwater pollution and threatened pollution caused by the release of VOCs by implementing the following actions:

6. Prepare and submit a Interim Remedial Action Plan (IRAP) for the remediation of contaminated soil and groundwater at and around where the highest concentrations of contaminants were detected, in and around the southern one-third of the Site. The interim remediation shall serve to reduce the mass of VOCs impacting the environment and to minimize further off-site migration of contaminants. The IRAP shall include a more thorough description of the methods utilized during remediation pilot testing, including the data produced to support the results achieved, than was presented in the June 1, 2008, interim report. If HiPOx™ is proposed, the IRAP shall include details of the pilot study methodology for evaluation and for additional treatment(s) that may be necessary to achieve discharge requirements. The IRAP is due in our office by **October 30, 2008**.

Effective July 1, 2005, all reports submitted to the Regional Board must comply with the electronic submittal of information (ESI) to be submitted over the Internet, including groundwater monitoring reports, soil and/or groundwater investigation/characterization reports, remedial action plans, and requests for closure, in portable document format (PDF). In addition to PDF versions of reports submitted, additional requirements for the submittal of laboratory analytical data, surveying data, water level elevation data, boring logs, and maps, also exist. An overview of the electronic reporting requirements, including links to the regulations governing them, can be found at the URL:

http://www.swrcb.ca.gov/ust/electronic_submittal/index.shtml

Based upon these requirements, the following actions apply:

7. Via the Geotracker interface described at the link above, you are required to make submittals of all required electronic data dating back to July 1, 2005, related to the site. These electronic submittals shall be made by **October 30, 2008**.

8. Required electronic data for all future reports submitted shall be uploaded via Geotracker at the time of those report submittals. You are still required to submit paper copies of all reports.

The California Business and Professions Code, Sections 6735, 7835, and 7835.1 require that engineering and geologic evaluations and judgments be performed by or under the direction of registered

professionals. Please refer to the State Water Resources Control Board Resolution No. 92-49, Policies and Procedures for Investigation and Cleanup and Abatement of Discharges under CWC Section 13304 (amended on April 21, 1994 and October 2, 1996). Therefore, all work must be performed by or under the direction of a California Professional Geologist, a California licensed specialty geologist, or a California registered civil engineer with at least five years of hydrogeologic experience. A statement is required in the report that the registered professional in responsible charge actually supervised or personally conducted all the work associated with the project.

Failure to comply with the terms or conditions of this Order may result in the imposition of civil liabilities either administratively by the Regional board or judicially by the Superior Court in accordance with Section 13350 of the CWC, and/or referral to the Attorney General of the State of California for such action as he may deem appropriate.

Any person aggrieved by this action of the Regional Water Board may petition the State Water Board to review the action in accordance with Water Code section 13320 and California Code of Regulations, title 23, sections 2050 and following. The State Water Board must *receive* the petition by 5:00 p.m., 30 days after the date of this Order, except that if the thirtieth day following the date of this Order falls on a Saturday, Sunday, or state holiday, the petition must be received by the State Water Board by 5:00 p.m. on the next business day. Copies of the law and regulations applicable to filing petitions may be found on the Internet at:

http://www.waterboards.ca.gov/public_notices/petitions/water_quality

or will be provided upon request.

Should you have any questions related to this project, please contact Mr. Greg Bishop at (213) 576-6727, or Mr. Dixon Oriola at (213) 576-6803 of my staff, or you can send them e-mails at: gbishop@waterboards.ca.gov or doriola@waterboards.ca.gov.

Sincerely,

Tracy J. Egoscue
Executive Officer

Cc: Mr. Bob Keys, All-Tex Inks Corporation
Mr. Jack Cline, Lee & Associates
Mr. Ray Jarvis c/o Mr. Robert Jarvis, Century Paving
Mr. Louis W. Leseburg and Ms. Linda L. Leseburg, Trustees for Leseburg Trust
Mr. Dennis Loput, The Abbey Company
Ms. Janet Frentzel, AMB-AMS Operating Partnership, L.P.
Mr. Harold M. Stuhl, Cupples Company

Mr. John F. Svet
Mr. John Voss
Ms. Michelle A. Powers, Weston Benshoof Rochefort Rubalcava MacCuish LLP
Ms. Carol Serlin, ENVIRON International Corporation
Mr. Jeff Raumin, ENVIRON International Corporation
Mr. Asa S. Hami, Esq., Morgan, Lewis & Bockius LLP
Ms. Loretta Pollack, LBA Realty, LLC
Mr. Asadour Terterian, Caltrans
Mr. Ted Johnson, Water Replenishment District of Southern California
Ms. Nancy Matsumoto, Water Replenishment District of Southern California
Mr. Mike Milhifer, City of La Mirada, Department of Public Works
Mr. Marlin Munoz, City of La Mirada, Department of Public Works
Ms. Ann Sturdivant, SARWQCB
Mr. Raj Mehta, Soco West, Inc., c/o Brilliant National Services, Inc.
Ms. Diane R. Smith, Esq., Smith & Rendon, LLC for Soco West, Inc.
Ms. Maxy Rush Otuteye, Esq., Smith & Rendon, LLC for Soco West, Inc.
Mr. Gary Boettcher, JPR Technical Services, Inc.
Mr. Ted Koelsch, JPR Technical Services, Inc.

Exhibit B

California Regional Water Quality Control Board
Los Angeles Region

320 W. 4th Street, Suite 200, Los Angeles, California 90013
Phone (213) 576-6600 FAX (213) 576-6640 - Internet Address: http://www.waterboards.ca.gov/losangeles

Linda S. Adams
Cal/EPA Secretary

Arnold Schwarzenegger
Governor

September 3, 2008

Mr. Raj Mehta
Soco West, Inc.
c/o Smith & Rendon, LLP
2222 Martin Street, Suite 255
Irvine, California 92612

CERTIFIED MAIL
RETURN RECEIPT REQUESTED
7005 1820 0001 2683 6603

RESCISSION OF THE JUNE 6, 2008 CALIFORNIA WATER CODE SECTION 13267 ORDER – TO SUBMIT TECHNICAL DOCUMENTS, TO COMPLETE OFF-SITE SUBSURFACE INVESTIGATION, AND TO COMPLETE OFF-SITE INDOOR AIR SURVEYS AND CALIFORNIA WATER CODE SECTION 13304 ORDER TO CLEANUP AND ABATE ON-SITE SUBSURFACE VOLATILE ORGANIC COMPOUND CONTAMINATION, ALL-TEX INKS CORPORATION, 14650 EAST FIRESTONE BOULEVARD, LA MIRADA, CALIFORNIA (SCP CASE NO. 0909; SCP ID NO. 204CA00)

Dear Mr. Mehta:

This letter serves to rescind the Order issued by this Regional Board in correspondence dated June 6, 2008 (copy attached), entitled *California Water Code Section 13267 – Order to Submit Technical Documents, to Complete Off-Site Indoor Air Surveys and California Water Code Section 13304 Order to Cleanup and Abate On-Site Subsurface Volatile Organic Compound Contamination, All-Tex Inks Corporation, 14650 East Firestone Boulevard, La Mirada, California*. The June 6, 2008, Order is being rescinded primarily to revise language related to the State Water Resources Control Board's petition review process. A revised Order, dated September 3, 2008, will be provided under separate cover.

Should you have any questions related to this project, please contact Mr. Greg Bishop at (213) 576-6727, or Mr. Dixon Oriola at (213) 576-6803 of my staff, or you can send them e-mails at: gbishop@waterboards.ca.gov or doriola@waterboards.ca.gov.

Sincerely,

Tracy J. Egoscue
Executive Officer

Attachment: Regional Board Letter dated June 6, 2008

Cc: Mr. Bob Keys, All-Tex Inks Corporation
Mr. Jack Cline, Lee & Associates
Mr. Ray Jarvis c/o Mr. Robert Jarvis, Century Paving

Mr. Louis W. Leseburg and Ms. Linda L. Leseburg, Trustees for Leseburg Trust
Mr. Dennis Loput, The Abbey Company
Ms. Janet Frentzel, AMB-AMS Operating Partnership, L.P.
Mr. Harold M. Stuhl, Cupples Company
Mr. John F. Svet
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Mr. Mike Milhifer, City of La Mirada, Department of Public Works
Mr. Marlin Munoz, City of La Mirada, Department of Public Works
Ms. Ann Sturdivant, SARWQCB
Mr. Raj Mehta, Soco West, Inc., c/o Brilliant National Services, Inc.
Ms. Diane R. Smith, Esq., Smith & Rendon, LLC for Soco West, Inc.
Ms. Maxy Rush Otuteye, Esq., Smith & Rendon, LLC for Soco West, Inc.
Mr. Gary Boettcher, JPR Technical Services, Inc.
Mr. Ted Koelsch, JPR Technical Services, Inc.

California Regional Water Quality Control Board
Los Angeles Region

320 W. 4th Street, Suite 200, Los Angeles, California 90013
Phone (213) 576-6600 FAX (213) 576-6640 - Internet Address: http://www.waterboards.ca.gov/losangeles

Linda S. Adams
Cal/EPA Secretary

Arnold Schwarzenegger
Governor

June 6, 2008

Mr. Raj Mehta
Soco West, Inc.
c/o Smith & Rendon, LLP
2222 Martin Street, Suite 255
Irvine, California 92612

CERTIFIED MAIL
RETURN RECEIPT REQUESTED
7006 3450 0002 4641 8091

CALIFORNIA WATER CODE SECTION 13267 – ORDER TO SUBMIT TECHNICAL DOCUMENTS, TO COMPLETE OFF-SITE SUBSURFACE INVESTIGATION, AND TO COMPLETE OFF-SITE INDOOR AIR SURVEYS AND CALIFORNIA WATER CODE SECTION 13304 ORDER TO CLEANUP AND ABATE ON-SITE SUBSURFACE VOLATILE ORGANIC COMPOUND CONTAMINATION, ALL-TEX INKS CORPORATION, 14650 EAST FIRESTONE BOULEVARD, LA MIRADA, CALIFORNIA (SCP CASE NO. 0909; SCP ID NO. 204CA00)

The California Regional Water Quality Control Board (Regional Board), Los Angeles Region, is the public agency with primary responsibility for the protection of groundwater and surface water quality for all beneficial uses within major portions of Los Angeles and Ventura Counties, including the referenced site. This letter outlines our formal response to recent developments and meetings held with Regional Board staff and your representatives at Smith & Rendon, LLP and JPR Technical Services, Inc.

BACKGROUND

The subject site is currently owned and occupied by All-Tex Inks Corporation, a silk screen inks and supply company. The existing building at 14650 East Firestone Boulevard, La Mirada, California (Site) was constructed in 1962. Past tenants have included a diaper service, light machine shop, and Western Chemical and Manufacturing Company (Western Chemical; a chlorinated solvents distributor and reclamation company).

From approximately 1972 to 1981, Western Chemical reclaimed chlorinated solvents at the Site, which included at least the following solvents: methylene chloride, perchloroethylene (PCE), trichloroethylene (TCE), and 1,1,1-trichloroethane (1,1,1-TCA). Western Chemical's operations occurred primarily in the southernmost bay of the facility.

Past Releases

According to a November 8, 1973, "Notice of Violation and Order to Comply" letter issued by the County of Los Angeles, Department of County Engineer (DCE), a waste water discharge was observed in a pond located between the south end of an on-site building and a railroad track located south of the Site. This discharge was determined to be an unauthorized release of waste materials. Subsequently, Western Chemical (the on-site tenant at that time) was directed by DCE to "clean the ponded waste water" that was discharged by Western Chemical and Manufacturing Company and to "cease and desist from any further discharges until an industrial waste permit had been issued."

Site Assessment and Delineation

Soil Matrix Data

Since the 1973 release, several rounds of environmental investigation have occurred at and around the associated site. According to *Membrane Interface Probe and Additional Soil and Groundwater Investigation Report, Former Western Chemical Facility* (dated February 16, 2007, written by JPR Technical Services, Inc.) and *Interim Report, Off-Site Soil and Groundwater Investigation, Former Western Chemical Facility* (dated June 1, 2008, written by JPR Technical Services, Inc.), the following 46 contaminants were detected in soil at the following maximum concentrations:

Contaminant	Maximum Concentration Detected (µg/kg)[1]	USEPA Soil Screening Levels (SSLs)[2] (µg/kg)
Acetone	**8,300**	**800**
Benzene	170	2
Bromochloromethane	460	---
Bromomethane	750	---
2-Butanone	2,600	---
n-Butylbenzene	1.6	---
sec-Butylbenzene	1.0	---
Carbon Disulfide	620	2,000
Carbon Tetrachloride	**7.9**	**3**
Chlorobenzene	3.5	70
Chloroethane	2.1	---
Chloroform	**140**	**30**
4-Chlorotoluene	0.19	---
1,2-Dichlorobenzene	110	900
1,3-Dichlorobenzene	0.69	---
1,4-Dichlorobenzene	**170**	**100**
1,1-Dichloroethane (1,1-DCA)	**38,000**	**1,000**
1,2-Dichloroethane (1,2-DCA)	**160**	**1**
1,1-Dichloroethene (1,1-DCE)	**38,000**	**3**
***cis* 1,2-Dichloroethene (*cis* 1,2-DCE)**	**10,000**	**20**
1,2-Dichloropropane	0.46	1
1,4-Dioxane	57,000	---
Ethylbenzene	**1,100**	**700**
Isopropylbenzene	350	---
Methyl t-Butyl Ether (MTBE)	15	---
Methylene Chloride	**42,000**	**1**
4-Methyl-2-Pentanone	2.2	---
Naphthalene	0.51	4
n-Propylbenzene	0.47	---
Styrene	0.28	200
1,1,1,2-Tetrachloroethane	25	---

Contaminant	Maximum Concentration Detected (µg/kg)[1]	USEPA Soil Screening Levels (SSLs)[2] (µg/kg)
Tetrachloroethene (PCE)	**2,400,000**	**3**
Tetrahydrofuran (THF)	742	---
Toluene	**2,200**	**600**
1,1,1-Trichloroethane (1,1,1-TCA)	**630,000**	**100**
1,1,2-Trichloroethane (1,1,2-TCA)	**100**	**0.9**
1,1,2-Trichloro-1,2,2-Trifluoroethane (Freon 113)	12,000	---
trans 1,2-Dichloroethene (*trans* 1,2 –DCE)	5.4	30
Trichloroethene (TCE)	**630,000**	**3**
Trichlorofluoromethane (TCFM)	3.7	---
1,2,3-Trichloropropane	2	---
1,2,4-Trimethylbenzene	410	---
1,3,5-Trimethylbenzene	0.46	---
Vinyl Chloride	**210**	**0.7**
o-Xylene	1,300	9,000
p/m –Xylene	2,700	10,000

[1] µg/kg – micrograms per kilogram
[2] SSLs use a dilution attenuation factor (DAF) of one.
Detected values that exceed United States Environmental Protection Agency (USEPA) SSLs are in bold.

Groundwater Data

Groundwater monitoring and sampling at the Site began in April 2001 using three currently-installed groundwater monitoring wells. Based upon a review of *Quarterly Monitoring Report, First Quarter 2008* (dated April 15, 2008, written by JPR Technical Services, Inc.) and *Interim Report, Off-Site Soil and Groundwater Investigation, Former Western Chemical Facility* (dated June 1, 2008, written by JPR Technical Services, Inc.), the following 27 contaminants have been detected in groundwater samples at the indicated maximum concentrations since 2001:

Contaminant	Maximum Concentration Detected (µg/L)	Maximum Contaminant Level (MCL) (µg/L)
Acetone	14,000	---
Benzene	**1,700**	**1**
2-Butanone	19,000	---
Carbon Tetrachloride	**70**	**0.5**
Chloroform	3,500	---
1,1-DCA	**11,000**	**5**
1,2-DCA	**4,200**	**0.5**
1,1-DCE	**89,000**	**6**
***cis* 1,2-DCE**	**32,000**	**6**
***trans* 1,2 –DCE**	**88**	**10**

Contaminant	Maximum Concentration Detected (µg/L)	Maximum Contaminant Level (MCL) (µg/L)
1,4-Dioxane	730,000	---
Ethylbenzene	11J	300
Freon 113	**7,100**	**1,200**
Isopropylbenzene	15	---
Methylene Chloride	**370,000**	**5**
Methyl tert butyl ether (MTBE)	2.8	13 (primary MCL) 5 (secondary MCL)
PCE	**820,000**	**5**
1,1,1-TCA	**550,000**	**200**
1,1,2-TCA	**2,900**	**5**
TCE	**580,000**	**5**
TCFM	**2,100**	**150**
THF	9,300	---
Toluene	**1,100** **(1,800J)**	**150**
1,2,3-Trichloropropane	6	---
Vinyl Chloride	**28,000**	**0.5**
o-Xylene	68	1,750 (total xylenes)
p/m–Xylene	240	

[1] – micrograms per liter (µg/L)
[2] – State maximum contaminant level (MCL)
J - Estimated value above the method detection limit, but below the reporting limit.
--- No MCL value exists
Detected values that exceed MCLs are in bold.

The *Membrane Interface Probe and Additional Soil and Groundwater Investigation Report, Former Western Chemical Facility* report concluded that the highest concentrations of contaminants are in the southern one-third of the property at depths of approximately 7, 10 to 14, and 19 feet below the ground surface. It further states that there is a general decline in concentrations from 19 to 25 feet bgs and that a continuous basal clay exists at 23 to 25 feet bgs.

Indoor Vapor Intrusion

An indoor air quality (IAQ) survey was performed at the Site in February 2007 which was documented in *Indoor Air Survey, Onsite Building, Former Western Chemical Facility*, dated April 2007, which was prepared by Dr. C.E. Schmidt and Ms. Teri L. Copeland. This work proceeded after verbal approvals from Regional Board staff were granted to implement the work described in *Workplan for Onsite Indoor Air Survey, Onsite Building, Former Western Chemical Facility*, dated February 2007, prepared by Dr. C.E. Schmidt, Ph.D. and Ms. Teri L.Copeland, D.A.B.T. Results from the IAQ report indicated the following maximum concentrations of 21 volatile organic compounds (VOCs) were detected in at least one sample in indoor air above their respective reporting limits:

Contaminant	Maximum Concentration Detected ($\mu g/m^3$)	Commercial/ Industrial Land Use CHHSL[1] ($\mu g/m^3$)	PRG Ambient Air ($\mu g/m^3$)
Acetone	145.67	---	3,300
Benzene	**11.84**	**0.141**	**0.25**
2-Butanone	**4.86**	---	---
Chloromethane	2.95	---	95
1,2-DCE	0.44J	---	210
Dichloromethane	**377.26**	---	**4.1**
1,4-Dioxane	**0.76 (0.88J)**	---	**0.61**
Ethylbenzene	10.97	---	1,100
4-Ethyltoluene	11.41	---	---
Hexane	14.53	---	---
1,1,2,2-Tetrachloroethane	**0.9J**	---	**0.033**
PCE	**34.93**	**0.693**	**0.32**
THF	**5.79**	---	**0.99**
Toluene	66.14	438	400
TCE	**35.31**	**2.04**	**0.017**
1,2,4-Trimethylbenzene	**16.93**	---	**6.2**
1,3,5-Trimethylbenzene	6.05	---	6.2
1,1,2-TCA	**2.65J**	---	**0.120**
Vinyl Chloride	**1.69J**	**0.0524**	**0.11**
m- & p-Xylene	35.84	1,020	110 (total xylenes)
o-Xylene	12.41		

[1] CHHSL = California Human Health Screening Levels
[2] PRG = Preliminary Remediation Goal published by USEPA Region 9
J Estimated value above the method detection limit, but below the reporting limit.
--- No value is available.
Detected values that exceed CHSSLs or PRGs are in bold.

Of the VOCs detected during the IAQ, three were contaminants detected within a shallow soil vapor extraction (SVE) system currently operated beneath the building slab to reduce indoor vapor intrusion of contaminants from the subsurface. The three contaminants were PCE, TCE, and dichloromethane. Of these, neither PCE nor TCE were used by activities conducted within the building on the date the IAQ was performed. As a result, the report concluded that "the detection of PCE and TCE, both of which were present in the subsurface at elevated concentrations, in indoor air at concentrations higher than outdoor air qualitatively supports the potential of a subsurface, vapor intrusion pathway at the site."

In addition to the CHHSL and PRG exceedances listed in the previous table, the maximum benzene concentration of 11.84 $\mu g/m^3$ detected in indoor air samples also exceeds the California Division of Occupational Safety and Health (Cal/OSHA) permissible exposure limit (PEL) of 1 ppm (equivalent to 3.19 $\mu g/m^3$).